

FIRST SUPPLEMENT
to the
COOPERATIVE AGREEMENT
between
U.S. Army Corps of Engineers, St. Louis District
and
Meeting of the Rivers Foundation, Inc.

WHEREAS, the United States Army Corps of Engineers, St. Louis District (hereinafter referred to as the "Corps") and the Meeting of the Rivers Foundation (hereinafter referred to as the "Foundation") did on 9 September 2003 enter into a Cooperative Agreement (the "Agreement") for the purposes set forth therein;

NOW THEREFORE, said Agreement is hereby amended as follows:

1. Paragraph 2.B.3 shall be amended with the following sentence:

A lease and a license have been executed between the Foundation and the Corps which contain the terms and conditions of bookstore, office space and facilities use at the National Great Rivers Museum.

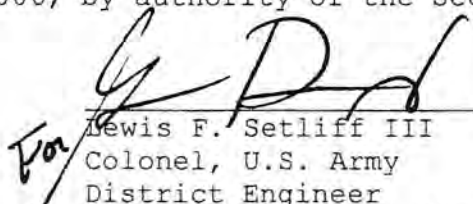
All other statements in Paragraph 2.B.3 remain unchanged.

2. Paragraph 8.C. shall be revised to read in its entirety:

This Agreement in no way alters the responsibilities of the Corps or the Foundation as may be required by an outgrant agreement or other real estate instrument.

3. All of the remaining terms and conditions of the Agreement shall remain in full force and effect.

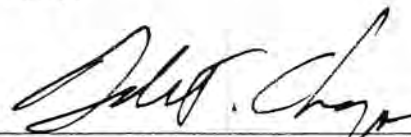
IN WITNESS WHEREOF, I have hereunto set my hand this 10th day of May 2006, by authority of the Secretary of the Army.



Lewis F. Setliff III
Colonel, U.S. Army
District Engineer
U.S. Army Engineer District, St. Louis

LTC, EN

THIS SUPPLEMENTAL AGREEMENT is also executed by the Foundation this 9th day of May 2006.



DALE T. CHAPMAN, Ed.D.
Chairman, Board of Directors
Meeting of the Rivers Foundation